



Docket No. DAV1189.001AUS

PATENT

**ESTABLISHMENT OF RIGHT OF ASSIGNEE TO TAKE ACTION
AND
REVOCATION AND POWER OF ATTORNEY**

Commissioner of Patents and Trademarks:

The undersigned is empowered to act on behalf of the assignee indicated below (the "Assignee"). The original assignment of the attached application for Letters Patent for the invention in A method for the preparation of cells of mesodermal lineage from the inventors to the Assignee is being submitted herewith for recordation by the Assignment Branch. A true copy of this Assignment is attached hereto. This Assignment represents the entire chain of title of this invention from the Inventor(s) to the Assignee. I have reviewed this Assignment, and to the best of the Assignee's knowledge and belief, the Assignee is the owner of the entire right, title, and interest in the above-referenced application.

I declare that all statements made herein of my own knowledge are true, and that all statements made upon information and belief are believed to be true, and further, that these statements were made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that willful, false statements may jeopardize the validity of the application, or any patent issuing thereon.

The undersigned hereby revokes any previous powers of attorney in the subject application, and hereby appoints the registrants of Knobbe, Martens, Olson & Bear, LLP, 2040 Main Street, Fourteenth Floor, Irvine, California 92614, Telephone (949) 760-0404, Customer No. 20,995, as its attorneys with full power of substitution and revocation to prosecute this application and to transact all business in the U.S. Patent and Trademark Office connected herewith. This appointment is to be to the exclusion of the inventor(s) and his attorney(s) in accordance with the provisions of 37 C.F.R. § 3.71.

Please use Customer No. 20,995 for all communications.

Assignee: ADELAIDE RESEARCH & INNOVATION PTY LTD

By: Steve Winslade

Title: Chief Executive Officer

Level 11,

Address: 1st Floor, 10-20 Pulteney Street, Adelaide,

South Australia 5000, Australia

Dated: 9th day of February, 2004

ASSIGNMENT

WHEREAS, I, WE,

(1) Peter ^{David} RATHJEN, a(n) Australian citizen, residing at 51 Blythewood Road, Mitcham, South Australia 5062, Australia;(2) Joy RATHJEN, a(n) Australian ^{British} 29/10/04 citizen, residing at 51 Blythewood Road, Mitcham, South Australia 5062, Australia;(3) Nathan ^{Tobias} HARVEY 29/10/04, a(n) Australian citizen, residing at 54 Fisher Street, Felixstow, South Australia 5070, Australia
52 Willowbrook Road, Dernancourt, South Australia 5075, Australia ^{29/10/04}

(4) _____, a(n) _____ citizen, residing at _____

hereinafter referred to as Assignor (collectively if more than one inventor is listed above), have invented certain new and useful improvements in A method for the preparation of cells of mesodermal lineage the specification of which:

(a) was executed on even date herewith;

(b) was filed on 30 September 2003 as
 Application No. _____ or
 Express Mail No., as Application No. not yet known EV 320127556
 and was amended on _____ (if applicable); or

(c) was described and claimed in PCT International Application No. _____
 filed on _____ and as amended under PCT Article 19 on _____ (if any) and/or under PCT Article 34 on _____ (if any).

AND WHEREAS, ADELAIDE RESEARCH & INNOVATION PTY LTD ^{Level 11}, with its principal place of business at 1st Floor, 10-20 Pulteney Street, Adelaide, South Australia 5000, Australia (hereinafter referred to as Assignee) desires to acquire the entire right, title, and interest in and to the said improvements with respect to the United States of America, its territories and possessions.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby acknowledges that it has sold, assigned, transferred and set over, and by these presents does hereby sell, assign, transfer and set over, unto Assignee, its successors, legal representatives and assigns, the entire right, title, and interest in the United States of America, and its territories and possessions in, to and under said improvements, and any Patent Applications in the United States of America and all divisions, renewals and continuations thereof, and all Patents of the United States of America which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions; and Assignor hereby authorizes and requests the Commissioner of Patents of the United States of America to issue all Patents for said improvements to Assignee, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND ASSIGNOR HEREBY covenants and agrees that it will communicate to Assignee, its successors, legal representatives and assigns, any facts known to it respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid Assignee, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in the United States of America.

IN TESTIMONY WHEREOF, Assignor intending to be legally bound has hereunto affixed its signature.

✓ (1) This 29th day of January, 2004

(1) P.O.Rathjen
Signature of Peter RATHJEN (print name)

✓ (2) This 29th day of January, 2004

(2) Joy Rathjen
Signature of Joy RATHJEN (print name)

✓ (3) This 29th day of January, 2004

(3) Nathan Harvey
Signature of Nathan HARVEY (print name)

(4) This _____ day of _____, 20_____

(4) _____

Signature of _____ (print name)

Witnessed by: _____

Signature of _____ (print name)

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